

**Exhibit C**

**Smith Declaration**

**IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE DISTRICT OF DELAWARE**

In re:	)	
	)	Chapter 11
LIGADO NETWORKS LLC <i>et al.</i> , <sup>1</sup>	)	
	)	Case No. 25-10006 (TMH)
	)	
Debtors.	)	(Jointly Administered)
	)	

**DECLARATION OF DOUGLAS SMITH  
IN SUPPORT OF THE DEBTORS' MOTION FOR ENTRY OF  
AN ORDER (I) AUTHORIZING THE DEBTORS TO ENTER INTO THE  
AST DEFINITIVE DOCUMENTS AND (II) GRANTING RELATED RELIEF**

Under 28 U.S.C. § 1746, I, Douglas Smith, declare as follows under penalty of perjury:

1. I am the Chief Executive Officer of Ligado Networks LLC ("Ligado" and, collectively with the other above-captioned debtors and debtors in possession, the "Debtors"). I have been employed in this and other capacities by the Debtors since 2010. Accordingly, I am familiar with the Debtors' day-to-day operations, business, and financial affairs, and I submit this declaration (the "Declaration") in support of the *Debtors' Motion for Entry of an Order (I) Authorizing the Debtors to Enter into the AST Definitive Documents and (II) Granting Related Relief* (the "Motion").<sup>2</sup> I am authorized to submit this Declaration on behalf of the Debtors.

2. Except as otherwise indicated, all facts set forth herein are based on my personal knowledge, my discussions with other members of the Debtors' senior management and advisors, my review of the relevant documents, or my opinion based upon experience, knowledge, and

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<sup>1</sup> The Debtors in these cases, along with the last four digits of each Debtor's federal tax identification number, as applicable, are: Ligado Networks LLC (3801); ATC Technologies, LLC (N/A); Ligado Networks (Canada) Inc. (N/A); Ligado Networks Build LLC (N/A); Ligado Networks Corp. (N/A); Ligado Networks Finance LLC (N/A); Ligado Networks Holdings (Canada) Inc. (N/A); Ligado Networks Inc. of Virginia (9725); Ligado Networks Subsidiary LLC (N/A); One Dot Six LLC (8763); and One Dot Six TVCC LLC (N/A). The Debtors' headquarters is located at: 10802 Parkridge Boulevard, Reston, Virginia 20191.

<sup>2</sup> Capitalized terms used and not otherwise defined herein have the meanings ascribed to them in the Motion.

information concerning the Debtors' operations and financial affairs. If called upon to testify, I would testify competently to the facts set forth in this Declaration.

### **AST Transaction Background**

3. Since the execution of the RSA and the AST Term Sheet and after the filing of these Chapter 11 Cases, the Debtors and AST continued to work collaboratively and in good faith to finalize the terms of the AST Transaction and execute the AST Definitive Documents.

4. It is my understanding that the AST Transaction has the potential to expand mobile connectivity across the United States and Canada and will provide significant commercial benefits to the Debtors estates and their stakeholders. Through the AST Transaction, the Debtors and AST will help to enable space-based broadband network connectivity by standard smartphones at 4G/5G speeds. The parties' collaborative use of the Debtors' spectrum rights will significantly enhance its utility by supporting broadband service throughout the U.S. and Canada. Thus, by allowing for this use, I believe that the AST Transaction has the potential to materially expand space-based broadband coverage and provides the Debtors with significant financial benefits in exchange.

### **AST Definitive Documents**

5. The AST Definitive Documents set forth the primary terms and conditions of the AST Transaction. The Debtors are licensed by both the FCC and ISED to use the L-Band MSS Spectrum and have coordinated access to this spectrum with other satellite operators in the L-band.<sup>3</sup> Pursuant to the Collaboration Agreement, the Debtors agreed to grant to AST certain rights to use and receive many of the economic benefits of Ligado's L-Band MSS Spectrum and related

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<sup>3</sup> The Debtors have fully coordinated the use of the L-Band MSS Spectrum and agreed to certain parameters with Inmarsat pursuant to the Cooperation Agreement.

L-band MSS assets in exchange for AST providing certain payments and contributions to the Debtors and agreeing to collaborate on plans to commercialize the Debtors' L-Band MSS Spectrum. Subject to the Debtors' ultimate control of its spectrum licenses and with significant input from the Debtors on these activities, AST intends to design, procure satellites for, launch, and operate the AST NGSO System utilizing Ligado's L-Band MSS Spectrum to enable a space-based broadband network for direct-to-device (D2D)<sup>4</sup> and Internet of Things (IoT) services.<sup>5</sup> The Debtors and AST, as applicable, will work to procure FCC as well as any other required regulatory approvals to launch and operate the AST NGSO System that will communicate with L-band enabled devices, with AST bearing the costs associated with the AST NGSO System and any necessary regulatory approvals, and with the Debtors retaining ownership of Ligado's L-Band MSS Spectrum and certain rights with respect to the operation of such AST NGSO System, consistent with applicable regulatory requirements.

6. Additionally, the Debtors lease the Leased Spectrum from CCI. In accordance with the CCI Agreement, the Debtors agreed to, among other things, grant to AST the right to use the Leased Spectrum to provide certain satellite-based services upon the FCC granting applicable regulatory approvals, in exchange for AST paying certain fees and providing other financial incentives to the Debtors. The Debtors and AST have agreed to cooperate and use commercially reasonable efforts to work with CCI to obtain the required regulatory approvals to allow AST to provide satellite-based services using the Leased Spectrum.

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<sup>4</sup> Direct-to-device communications services refers to the provision of communications connectivity directly from satellites to terrestrial devices (e.g., cellular phones).

<sup>5</sup> Internet of Things refers to the network of devices, vehicles, household appliances, and other physical objects that are connected to the Internet.

7. I believe that the AST Transaction will generate significant business and revenue for the Debtors' estates. It is my understanding that the terms included in the AST Definitive Documents are the result of hard-fought, arm's-length negotiations conducted in good faith between the Debtors and AST. While the Debtors engaged in numerous prepetition conversations with respect to strategic transactions with third parties, and the RSA, subject to certain limitations, gave the Debtors the right to engage with third parties with respect to an Alternative Commercial Transaction Proposal (as defined in the RSA) if one was submitted, none of these efforts resulted in proposals that the Debtors believe represent a superior opportunity than the AST Transaction, and indeed, no such Alternative Commercial Transaction Proposal has been submitted by any party. Therefore, I believe that the AST Transaction represents the best commercial opportunity available to the Debtors.

8. Entry into the AST Definitive Documents and consummating the transactions contemplated thereunder will enable the Debtors and AST to collaborate in commercializing the L-Band MSS Spectrum and Leased Spectrum, thereby increasing revenue for the Debtors' estates. I believe that the terms and provisions of the AST Definitive Documents are fair and reasonable.

9. Accordingly, I believe that the relief requested in the Motion is in the best interests of the Debtors, their estates, and all parties in interest and should be granted.

I declare under penalty of perjury that the foregoing is true and correct. Executed on this 22nd day of March, 2025.

By: /s/ Douglas Smith  
 Name: Douglas Smith  
 Title: Chief Executive Officer  
 Ligado Networks LLC  
 10802 Parkridge Blvd  
 Reston, VA 2019